

Fill in this information to identify your case:

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF NEW YORK

Case number (if known)

Chapter 11

☐ Check if this an
amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name Purdue Transdermal Technologies L.P.

2. All other names debtor
used in the last 8 years

Include any assumed
names, trade names and
doing business as names

3. Debtor's federal
Employer Identification
Number (EIN) 20-3931868

4. Debtor's address Principal place of business

One Stamford Forum
201 Tresser Boulevard
Stamford, CT 06901

Number, Street, City, State & ZIP Code

Fairfield
County

Mailing address, if different from principal place of
business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal
place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) www.purduepharma.com

6. Type of debtor

☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))

☒ Partnership (excluding LLP)

☐ Other. Specify: _____

Debtor **Purdue Transdermal Technologies L.P.**
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

3254

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?
☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District		When		Case number	
District		When		Case number	

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	See Attached Schedule 1	Relationship	Affiliate
District	Southern District of New York	When	Case number, if known

Debtor **Purdue Transdermal Technologies L.P.**
Name

Case number (if known)

11. Why is the case filed in this district?

Check all that apply:

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49

☐ 50-99

☐ 100-199

☐ 200-999

☒ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☒ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☒ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **Purdue Transdermal Technologies L.P.**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **September 15, 2019**
MM / DD / YYYY

X

Signature of authorized representative of debtor

Title **Authorized Person**

Jon Lowne

Printed name

18. Signature of attorney

X

Signature of attorney for debtor

Date **September 15, 2019**
MM / DD / YYYY

Marshall S. Huebner
Printed name

Davis Polk & Wardwell LLP
Firm name

450 Lexington Avenue
New York, NY 10017
Number, Street, City, State & ZIP Code

Contact phone **212-450-4000**

Email address **Purdue.noticing@dpw.com**

2601094 NY
Bar number and State

SCHEDULE 1 TO PETITION

**Pending Bankruptcy Cases in the Southern District of New York
Filed by the Debtor and Affiliates of the Debtor**

On the date hereof, each of the affiliated entities listed below (including the debtor in this chapter 11 case) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code in the United States Bankruptcy Court for the Southern District of New York (the "Court"). A motion has been filed with the Court requesting that the chapter 11 cases of these entities be consolidated for procedural purposes only and jointly administered under the case number assigned to the chapter 11 case of Purdue Pharma L.P.

1. Purdue Pharma L.P.
2. Purdue Pharma Inc.
3. Purdue Transdermal Technologies L.P.
4. Purdue Pharma Manufacturing L.P.
5. Purdue Pharmaceuticals L.P.
6. Imbrium Therapeutics L.P.
7. Adlon Therapeutics L.P.
8. Greenfield BioVentures L.P.
9. Seven Seas Hill Corp.
10. Ophir Green Corp.
11. Purdue Pharma of Puerto Rico
12. Avrio Health L.P.
13. Purdue Pharmaceutical Products L.P.
14. Purdue Neuroscience Company
15. Nayatt Cove Lifescience Inc.
16. Button Land L.P.
17. Paul Land Inc.
18. Quidnick Land L.P.
19. Rhodes Associates L.P.
20. Rhodes Pharmaceuticals L.P.
21. Rhodes Technologies
22. UDF LP
23. SVC Pharma LP
24. SVC Pharma Inc.

PURDUE PHARMA INC.

SECRETARY'S CERTIFICATE

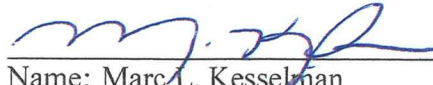
September 15, 2019

I, Marc L. Kesselman, the Secretary of Purdue Pharma Inc., a New York corporation ("PPI"), hereby certify, in my capacity as the Secretary of PPI and not individually, that the resolutions attached as Annex A were duly approved by the Board of Directors of PPI on September 15, 2019, have not been amended, modified, revoked or rescinded as of the date hereof, and are in full force and effect.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned, solely in his capacity as the Secretary of PPI, and not individually, has executed this Certificate as of the date first written above.

PURDUE PHARMA INC.

By: 
Name: Marc L. Kesselman
Title: Senior Vice President, General
Counsel & Secretary

[Signature Page to Secretary's Certificate]

Annex A

Resolutions

[See attached.]

**Purdue Pharma Inc.
Resolutions of the Board of Directors**

September 15, 2019

Commencement of Chapter 11 Case

WHEREAS, (i) the Corporation is the general partner of Purdue Pharma L.P., a Delaware limited partnership (“PPLP”), and the general partner or managing general partner of each entity identified on Schedule 1A hereto, and (ii) PPLP is a limited partner or partner of each entity identified on Schedule 1A hereto (other than Rhodes Pharmaceuticals L.P. (“Rhodes Pharma LP”), Rhodes Technologies (“Rhodes”) and UDF L.P. (“UDF”));¹

WHEREAS, (i) Rhodes Associates L.P. (“Rhodes LP”) is (A) the general partner of each entity identified on Schedule 1B hereto and (B) a limited partner of Rhodes Pharma LP and a partner of Rhodes, and (ii) Rhodes is a limited partner of UDF;

WHEREAS, each of PPLP, each entity identified on Schedule 1A and each entity identified on Schedule 1B is hereafter referred to as a “Partnership” and collectively, the “Partnerships”;

WHEREAS the Board reviewed and considered the materials presented by the management team and the financial and legal advisors of each Partnership regarding the liabilities and liquidity of each Partnership, the strategic alternatives available to each of them and the impact of the foregoing on the Partnerships’ respective businesses; and

WHEREAS the Board consulted with each Partnership’s management team and its financial and legal advisors, and has fully considered each of the Partnerships’ strategic alternatives.

NOW, THEREFORE, BE IT RESOLVED that in the judgment of the Board, it is desirable and in the best interests of (i) the Corporation, (ii) PPLP (in the Corporation’s capacity as general partner of PPLP) and (iii) each of the other Partnerships (in the Corporation’s capacity as general partner of certain of such Partnerships, or in its capacity as general partner of an entity that is directly or indirectly the general partner, limited partner or partner of certain of such Partnerships), and (iii) the respective creditors and other stakeholders of each of the foregoing, that a petition be filed by the Corporation and each of the Partnerships seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”); and

¹ Additional conformed resolutions needed for the Boards of (A) Nayatt Cove Lifescience Inc., (B) Paul Land Inc., (C) SVC Pharma Inc. (covering the Ch. 11 filing of itself, and of SVC Pharma LP in its capacity as the general partner of SVC Pharma LP), (D) Seven Seas Hill Corp. and (E) Ophir Green Corp. (the latter two are BVI entities, and these resolutions should cover the Ch. 11 filing for each BVI entity and also each authorize the Ch. 11 filing for Purdue Pharma of Puerto Rico, a DE general partnership, of which each BVI entity is a 50% partner).

RESOLVED FURTHER, that each of the Chief Executive Officer, Chief Financial Officer or any other officer or duly authorized signatory of the Corporation (each, an "Authorized Person") be, and each of them hereby is, authorized on behalf of (i) the Corporation, (ii) PPLP (in the Corporation's capacity as general partner of PPLP) and (iii) each of the other Partnerships (in the Corporation's capacity as general partner of certain of such Partnerships, or in its capacity as general partner of an entity that is directly or indirectly the general partner, limited partner or partner of certain of such Partnerships), to execute and verify petitions under chapter 11 of the Bankruptcy Code and to cause such petitions to be filed in the United States Bankruptcy Court for the Southern District of New York (the "Court"), each such petition to be filed at such time as the Authorized Person executing the petition shall determine and to be in the form approved by the Authorized Person executing such petition, such approval to be conclusively evidenced by the execution, verification and filing thereof.

Retention of Advisors

RESOLVED, that the Authorized Persons be, and hereby are, authorized, empowered and directed to employ, subject to Bankruptcy Court approval: (i) the law firm of Davis Polk & Wardwell LLP as general bankruptcy counsel, (ii) PJT Partners LP as investment banker, (iii) AlixPartners LLP as restructuring financial advisor, (iv) Prime Clerk LLC as notice, claims and solicitation agent, and (v) any other legal counsel, accountants, financial advisors, restructuring advisors or other professionals any of the Authorized Persons deems necessary, appropriate or advisable; each to represent and assist the Corporation and each Partnership in carrying out their respective duties and responsibilities and exercising their respective rights under the Bankruptcy Code (including, but not limited to, the law firms filing any pleadings or responses); and in connection therewith, each of the Authorized Persons be, and hereby is authorized, empowered and directed, in accordance with the terms and conditions hereof, to execute appropriate retention agreements, pay appropriate retainers, and to cause to be filed appropriate applications for authority to retain such services; and

RESOLVED FURTHER, that each of the Authorized Persons, be, and hereby is, authorized, empowered and directed to execute and file all petitions, schedules, motions, lists, applications, pleadings, and other papers, and to perform such further actions and execute such further documentation that such Authorized Person deems necessary, appropriate or desirable in accordance with these resolutions.

General Authorization and Ratification

RESOLVED that the Authorized Persons be, and each of them hereby is, authorized, directed and empowered, in the name and on behalf of (i) the Corporation, (ii) PPLP (in the Corporation's capacity as general partner of PPLP) and (iii) each of the other Partnerships (in the Corporation's capacity as general partner of certain of such Partnerships, or in its capacity as general partner of an entity that is directly or indirectly the general partner, limited partner or partner of certain of such Partnerships), to take, or cause to be taken, any and all further actions (including, without limitation, (i) execute, deliver, certify, file and/or record and perform any and all documents, agreements, instruments, motions, affidavits, applications for approvals or rulings of governmental or regulatory authorities or certificates and (ii) pay fees and expenses in connection with the transactions contemplated by the foregoing resolutions) and to take any and

all steps deemed by any such Authorized Person to be necessary, advisable or desirable to carry out the purpose and intent of each of the foregoing resolutions, and all actions heretofore taken by any such Authorized Person or the Board in furtherance thereof are hereby ratified, confirmed and approved in all respects; and

RESOLVED FURTHER, that all acts, actions, and transactions relating to the matters contemplated by the foregoing resolutions done in the name of and on behalf of (i) the Corporation, (ii) PPLP (in the Corporation's capacity as general partner of PPLP) and (iii) each of the other Partnerships (in the Corporation's capacity as general partner of certain of such Partnerships, or in its capacity as general partner of an entity that is directly or indirectly the general partner, limited partner or partner of certain of such Partnerships), which acts would have been approved by the foregoing resolutions except that such acts were taken before the adoption of these resolutions, are hereby in all respects approved and ratified as the true acts and deeds of the Corporation and the Partnerships, as applicable, with the same force and effect as if each such act, transaction, agreement, or certificate has been specifically authorized in advance by resolution of the Board; and

RESOLVED FURTHER, that the omission from these resolutions of any agreement, document or other arrangement contemplated by any of the agreements, documents or instruments described in the foregoing resolutions or any action to be taken in accordance with any requirement of any of the agreements or instruments described in the foregoing resolutions shall in no manner derogate from the authority of the Authorized Persons to take all actions necessary, desirable, advisable or appropriate to consummate, effectuate, carry out or further the transactions contemplated by, and the intent and purposes of, the foregoing resolutions.

* * *

Schedule 1A

ENTITY	JURISDICTION OF FORMATION
Purdue Transdermal Technologies L.P.	Delaware
Purdue Pharma Manufacturing L.P.	Delaware
Purdue Pharmaceuticals L.P.	Delaware
Imbrium Therapeutics L.P.	Delaware
Adlon Therapeutics L.P.	Delaware
Greenfield BioVentures L.P.	Delaware
Avrio Health L.P.	Delaware
Purdue Pharmaceutical Products L.P.	Delaware
Purdue Neuroscience Company	Delaware
Rhodes Associates L.P.	Delaware
Rhodes Pharmaceuticals L.P.	Delaware
Rhodes Technologies	Delaware
UDF L.P.	Delaware

Schedule 1B

ENTITY	JURISDICTION OF FORMATION
Button Land L.P.	Delaware
Quidnick Land L.P.	Delaware

DAVIS POLK & WARDWELL LLP
450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 701-5800
Marshall S. Huebner
Benjamin S. Kaminetzky
Timothy Graulich
Eli J. Vonnegut

*Proposed Counsel to the Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

PURDUE PHARMA L.P., et al.,

Debtors.¹

Chapter 11

Case No. 19-[] (RDD)

(Joint Administration Pending)

**CONSOLIDATED CORPORATE OWNERSHIP STATEMENT PURSUANT
TO FEDERAL RULES OF BANKRUPTCY PROCEDURE 1007 AND 7007.1**

Pursuant to Rules 1007(a)(1), 1007(a)(3) and 7007.1 of the Federal Rules of Bankruptcy Procedures (the “**Bankruptcy Rules**”) and Rule 1007-3 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), Purdue Pharma L.P. (“**PPLP**”) and its affiliates that are debtors and debtors in possession (collectively, the “**Debtors**”) respectfully represent:

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Purdue Pharma L.P. (7484), Purdue Pharma Inc. (7486), Purdue Transdermal Technologies L.P. (1868), Purdue Pharma Manufacturing L.P. (3821), Purdue Pharmaceuticals L.P. (0034), Imbrium Therapeutics L.P. (8810), Adlon Therapeutics L.P. (6745), Greenfield BioVentures L.P. (6150), Seven Seas Hill Corp. (4591), Ophir Green Corp. (4594), Purdue Pharma of Puerto Rico (3925), Avrio Health L.P. (4140), Purdue Pharmaceutical Products L.P. (3902), Purdue Neuroscience Company (4712), Nayatt Cove Lifescience Inc. (7805), Button Land L.P. (7502), Rhodes Associates L.P. (N/A), Paul Land Inc. (7425), Quidnick Land L.P. (7584), Rhodes Pharmaceuticals L.P. (6166), Rhodes Technologies (7143), UDF LP (0495), SVC Pharma LP (5717) and SVC Pharma Inc. (4014). The Debtors’ corporate headquarters is located at One Stamford Forum, 201 Tresser Boulevard, Stamford, CT 06901.

1. Non-Debtor Pharmaceutical Research Associates L.P. directly owns 100% of the ownership interests of PPLP. Non-Debtor PLP Associates Holdings L.P. directly owns approximately 99.5061% of the ownership interests of Pharmaceutical Research Associates L.P. Non-Debtor BR Holdings Associates L.P. directly owns 100% of the ownership interests of PLP Associates Holdings L.P. Non-Debtor Beacon Company and non-Debtor Rosebay Medical Company L.P. each directly own 50% of the ownership interests of BR Holdings Associates L.P. Non-Debtor Heatheridge Trust Company Limited, as Trustee under Settlement dated 31 December 1993 directly owns 100% of the ownership interests of Beacon Company. Richard S. Sackler, M.D. (“RSS”) and Jonathan D. Sackler (“JDS”), as Trustees under Trust Agreement dated November 5, 1974 directly own 98% of the ownership interests of Rosebay Medical Company L.P. To the best of the Debtors’ knowledge and belief, no other person or entity directly or indirectly owns 10% or more of the ownership interests of PPLP.

2. Non-debtor Banela Corporation directly owns 50% of the ownership interests of Debtor Purdue Pharma Inc. (“PPI”); non-debtor Linarite Holdings LLC directly owns 25% of the ownership interests of PPI; and non-debtor Perthlite Holdings LLC directly owns 25% of the ownership interests of PPI. Non-debtor Millborne Trust Company Limited, as Trustee of the Hercules Trust under Declaration of Trust dated 2 March 1999 directly owns 100% of the ownership interests of Banela Corporation. Non-debtor Data LLC, as Trustee under Trust Agreement dated December 23, 1989 directly owns 100% of the ownership interests of Linarite Holdings LLC. Non-debtor Cornice Fiduciary Management LLC, as Trustee under Trust Agreement dated December 23, 1989 directly owns 100% of the ownership interests of Perthlite Holdings LLC. To the best of the Debtors’ knowledge and belief, no other person or entity directly or indirectly owns 10% or more of the ownership interests of PPI.

3. PPLP directly owns 100% of the ownership interests of the following Debtors: Purdue Transdermal Technologies L.P., Purdue Pharmaceuticals L.P., Purdue Pharma Manufacturing L.P., Adlon Therapeutics L.P., Imbrium Therapeutics L.P., Greenfield BioVentures L.P., Nayatt Cove Lifescience Inc., Purdue Pharmaceutical Products L.P., Rhodes Associates L.P., Avrio Health L.P., Seven Seas Hill Corp., and Ophir Green Corp. PPLP directly owns 99% of the ownership interests of Debtor Purdue Neuroscience Company. Purdue Pharma Inc. directly owns the remaining 1% of the ownership interests of Purdue Neuroscience Company.

4. Rhodes Associates L.P. directly owns 100% of the ownership interests of the following Debtors: Rhodes Technologies, Rhodes Pharmaceuticals L.P. and Paul Land Inc.

5. Rhodes Technologies directly owns 100% of the ownership interests of UDF L.P. and SVC Pharma Inc.

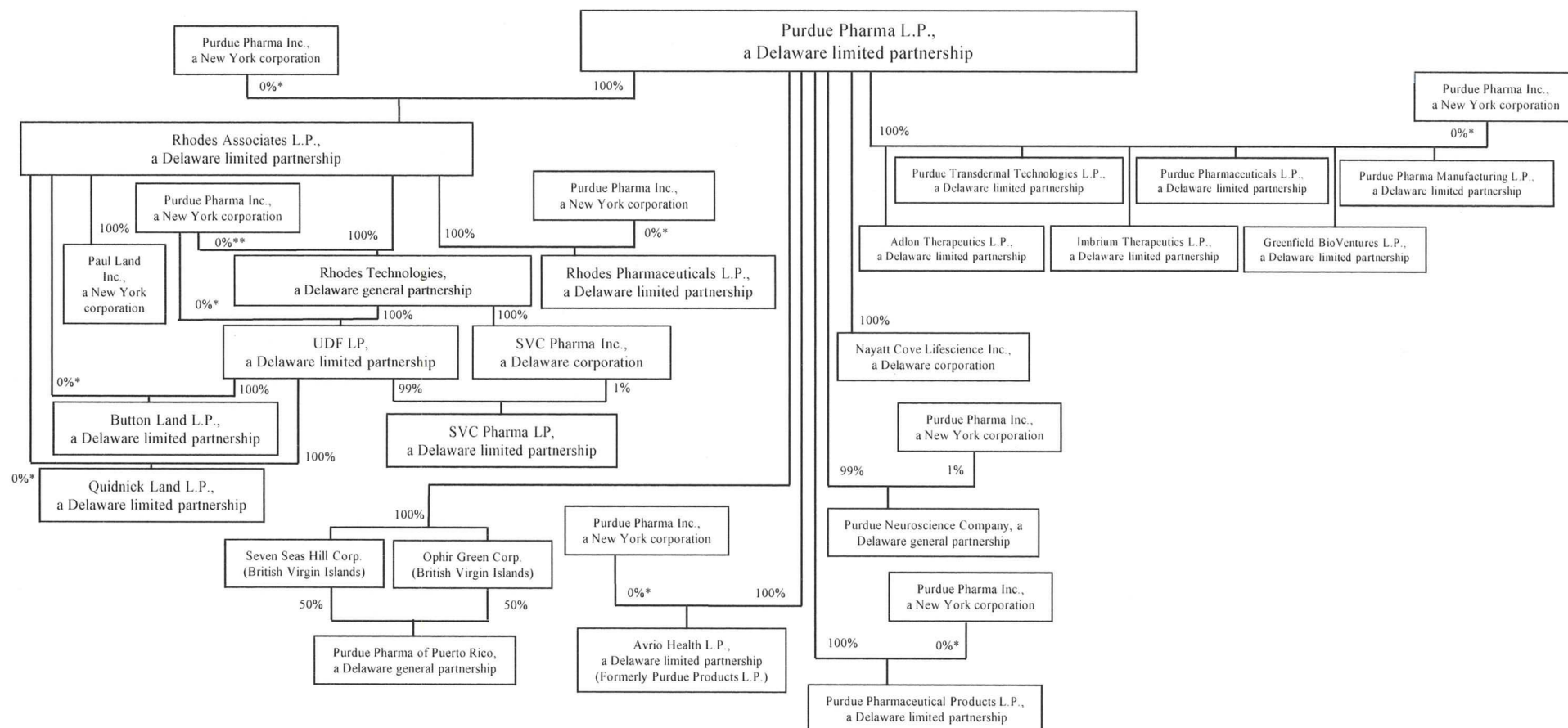
6. UDF LP directly owns 100% of the ownership interests of Button Land L.P. and Quidnick Land L.P. UDF LP directly owns 99% of the ownership interests of SVC Pharma LP. SVC Pharma Inc. directly owns 1% of the ownership interests of SVC Pharma LP.

7. Seven Seas Hill Corp. and Ophir Green Corp. each directly own 50% of the ownership interests of Purdue Pharma of Puerto Rico.

8. Attached hereto as **Exhibit A** is an organizational chart reflecting the Debtors' ownership structure.

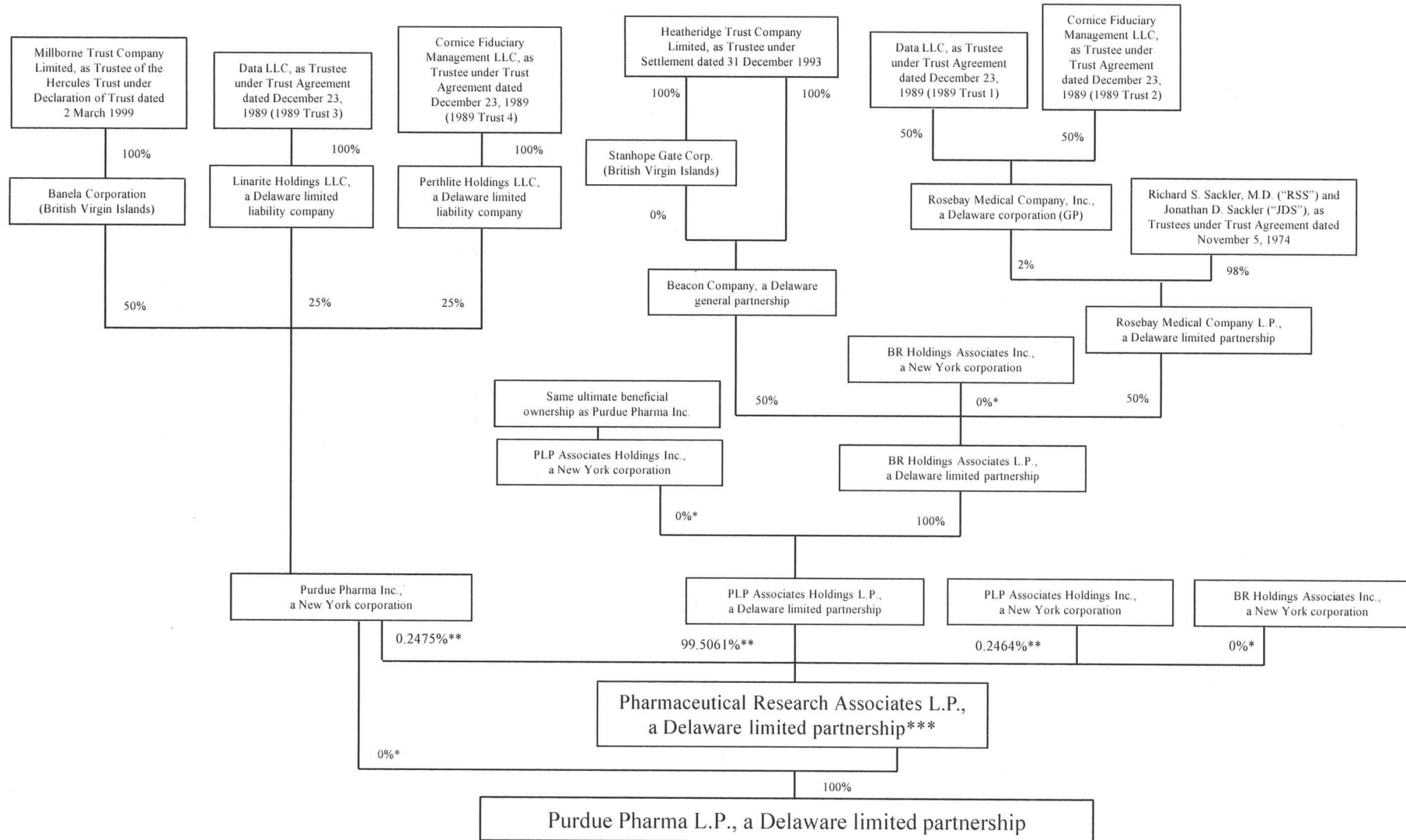
Exhibit A

PURDUE PHARMA L.P. - SUBSIDIARIES



* General Partner has no equity interest in L.P., rather the General Partner receives a service fee for acting as General Partner.

PURDUE PHARMA L.P. – OWNERSHIP



* General Partner has no equity interest in L.P., rather the General Partner receives a service fee for acting as General Partner.

** BR Holdings Associates Inc. is the general partner of Pharmaceutical Research Associates L.P.; Purdue Pharma Inc., PLP Associates Holdings Inc. and PLP Associates Holdings L.P. are the limited partners of Pharmaceutical Research Associates L.P.

*** Name change from Purdue Holdings L.P. to Pharmaceutical Research Associated L.P. effective July 24, 2018

Fill in this information to identify the case:

Debtor name Purdue Transdermal Technologies L.P.

United States Bankruptcy Court for the: Southern District of New York

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 50 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 50 largest unsecured claims.

Certain of the Debtors are named as defendants in over 2,600 actions across the country in connection with the marketing and sale of opioid medications ("Pending Actions"). Any claims asserted against any Debtor in respect of the Pending Actions (the "Pending Action Claims") are contingent, unliquidated in amount and disputed. All creditors asserting Pending Action Claims will be included in the Debtors' list of creditors. This List of Creditors Who Have the 50 Largest Unsecured Claims and Are Not Insiders does not include these contingent, unliquidated and disputed claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim		
					If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	PENSION BENEFIT GUARANTY CORPORATION CYNTHIA WONG 1200 K STREET NW WASHINGTON, DC 20005	PENSION BENEFIT GUARANTY CORPORATION ATTN: CYNTHIA WONG PHONE: 202-229-3033 FAX: 202-326-4112 EMAIL: WONG.CYNTHIA@PBGC.GOV	PENSION	CONTINGENT UNLIQUIDATED			UNDETERMINED
2	CVS CAREMARK PART D SERVICES, L.L.C. ANDY ZANIN, TRADE DIRECTOR, MED D 1 CVS DRIVE WOONSOCKET, RI 02895	CVS CAREMARK PART D SERVICES, L.L.C. ATTN: ANDY ZANIN, TRADE DIRECTOR, MED D PHONE: 440-542-4010 EMAIL: ANDREW.ZANIN@CVSHEALTH.COM	PAYER REBATES				\$19,281,161
3	OPTUMRX, INC. KENT ROGERS, SENIOR VP INDUSTRY RELATIONS 2300 MAIN ST IRVINE, CA 92614-6223	OPTUMRX, INC. ATTN: KENT ROGERS, SENIOR VP INDUSTRY RELATIONS PHONE: 949-988-6066 EMAIL: KENT.ROGERS@OPTUM.COM	PAYER REBATES				\$15,800,513
4	DEFENSE HEALTH AGENCY COLONEL DAVID BOBB, CHIEF PHARMACY OPERATIONS DIVISION, DHA 16401 E CENTRETECH PKWY AURORA, CO 80011-9066	DEFENSE HEALTH AGENCY ATTN: COLONEL DAVID BOBB, CHIEF PHARMACY OPERATIONS DIVISION, DHA PHONE: 703-681-2890 EMAIL: DAVID.W.BOBB.CIV@MAIL.MIL	PAYER REBATES				\$5,952,016
5	DEPARTMENT OF HEALTH CARE SERVICES (CA) ROBERT SHUN PO BOX 997413 SACRAMENTO, CA 95899-7413	DEPARTMENT OF HEALTH CARE SERVICES (CA) ATTN: ROBERT SHUN PHONE: 916-552-9609 EMAIL: ROBERT.SHUN@DHCS.CA.GOV	PAYER REBATES				\$5,162,762
6	CAREMARKPCS HEALTH, L.L.C. SAPPAN BHATT, DIRECTOR TRADE RELATIONS 1 CVS DRIVE WOONSOCKET, RI 02895	CAREMARKPCS HEALTH, L.L.C. ATTN: SAPPAN BHATT, DIRECTOR TRADE RELATIONS PHONE: 847-559-3062 EMAIL: SAPPAN.BHATT@CVSHEALTH.COM	PAYER REBATES				\$5,039,745

Debtor **Purdue Transdermal Technologies L.P.**
Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
7	AMERISOURCEBERGEN DAVE VIETRI, VICE PRESIDENT BRANDED AND SPECIALTY CONTRACTS 3735 GLEN LAKE DR CHARLOTTE, NC 28208	AMERISOURCEBERGEN ATTN: DAVE VIETRI, VICE PRESIDENT BRANDED AND SPECIALTY CONTRACTS PHONE: 610-727-7310 EMAIL: DVIETRI@AMERISOURCEBERGEN.COM	DISTRIBUTOR FEES				\$4,455,373
8	NORTH CAROLINA DEPARTMENT OF HEALTH AND HUMAN SERVICES JOHN STANCIL 2001 MAIL SERVICE CENTER RALEIGH, NC 27699-2000	NORTH CAROLINA DEPARTMENT OF HEALTH AND HUMAN SERVICES ATTN: JOHN STANCIL PHONE: 919-855-4305 EMAIL: JOHN.STANCIL@DHHS.NC.GOV	PAYER REBATES				\$3,703,227
9	MCKESSON CORPORATION CHRIS ALVERSON, SENIOR VICE PRESIDENT OF SUPPLY CHAIN MANAGEMENT ONE POST ST SAN FRANCISCO, CA 94104-5203	MCKESSON CORPORATION ATTN: CHRIS ALVERSON, SENIOR VICE PRESIDENT OF SUPPLY CHAIN MANAGEMENT PHONE: 972-446-4104 EMAIL: CHRIS.ALVERSON@MCKESSON.COM	DISTRIBUTOR FEES				\$3,655,581
10	CARDINAL HEALTH JEFF CIZL, DIRECTOR STRATEGIC SOURCING NATIONAL BRANDS 1330 ENCLAVE PKY HOUSTON, TX 77077-2025	CARDINAL HEALTH ATTN: JEFF CIZL, DIRECTOR STRATEGIC SOURCING NATIONAL BRANDS PHONE: 614-757-3694 EMAIL: JEFF.CIZL@CARDINALHEALTH.COM	DISTRIBUTOR FEES				\$3,465,979
11	MISSOURI HEALTHNET DIVISION CAROLINA DELAROCHA PO BOX 570 JEFFERSON CITY, MO 65102	MISSOURI HEALTHNET DIVISION ATTN: CAROLINA DELAROCHA PHONE: 573-526-5664 EMAIL: CAROLINA.D.DELAROCHA@DSS.MO.GOV	PAYER REBATES				\$3,172,515
12	ASCENT HEALTH SERVICES LLC EDWARD ADAMCIK, PRESIDENT ASCENT HEALTH SERVICES 1209 ORANGE ST WILMINGTON, DE 19801	ASCENT HEALTH SERVICES LLC ATTN: EDWARD ADAMCIK, PRESIDENT ASCENT HEALTH SERVICES PHONE: 908-240-1537 EMAIL: EADAMCIK@ASCENTHEALTHSERVICES.COM	PAYER REBATES				\$2,798,697
13	WISCONSIN DEPARTMENT OF HEALTH SERVICES KIM WOHLER 313 BLETHER RD MADISON, WI 53784	WISCONSIN DEPARTMENT OF HEALTH SERVICES ATTN: KIM WOHLER PHONE: 608-267-7100 EMAIL: KIM.WOHLER@WISCONSIN.GOV	PAYER REBATES				\$2,021,937
14	STATE OF NEW YORK DEPARTMENT OF HEALTH CHRISTOPHER DESORBO RIVERVIEW CENTER 150 BROADWAY SUITE 355 ALBANY, NY 12204-2719	STATE OF NEW YORK DEPARTMENT OF HEALTH ATTN: CHRISTOPHER DESORBO PHONE: 518-402-0836 EMAIL: CHRISTOPHER.DESORBO@HEALTH.NY.GOV	PAYER REBATES				\$1,963,959
15	STATE OF NEW JERSEY DIVISION OF MEDICAL ASSISTANCE AND HEALTH SERVICES DAVID WILLIAMS LOCKBOX 655 TRENTON, NJ 08646-0655	STATE OF NEW JERSEY DIVISION OF MEDICAL ASSISTANCE AND HEALTH SERVICES ATTN: DAVID WILLIAMS PHONE: 609-588-7395 EMAIL: DAVID.R.WILLIAMS@DHS.STATE.NJ.US	PAYER REBATES				\$1,614,986
16	PRIME THERAPEUTICS LLC JOSH BAST, SENIOR DIRECTOR PHARMACEUTICAL TRADE RELATIONS PO BOX 64812 ST PAUL, MN 08646-0655	PRIME THERAPEUTICS LLC ATTN: JOSH BAST, SENIOR DIRECTOR PHARMACEUTICAL TRADE RELATIONS PHONE: 612-777-5621 EMAIL: JABAST@PRIMETHERAPEUTICS.COM	PAYER REBATES				\$1,533,047
17	OHIO DEPARTMENT OF MEDICAID TRACEY ARCHIBALD 4345 N. LINCOLN BLVD. OKLAHOMA CITY, OK 73105	OHIO DEPARTMENT OF MEDICAID ATTN: TRACEY ARCHIBALD PHONE: 614-752-3522 EMAIL: TRACEY.ARCHIBALD@MEDICAID.OHIO.GOV	PAYER REBATES				\$1,478,682

Debtor **Purdue Transdermal Technologies L.P.**
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					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
18	COMMONWEALTH OF PENNSYLVANIA MEDICAID DRUG REBATE PROGRAM BRITTANY STARR PO BOX 780634 PHILADELPHIA, PA 19178	COMMONWEALTH OF PENNSYLVANIA MEDICAID DRUG REBATE PROGRAM ATTN: BRITTANY STARR PHONE: 717-346-8164 EMAIL: C-BSTARR@PA.GOV	PAYER REBATES				\$1,442,635
19	GEORGIA DEPT OF COMMUNITY HEALTH REBECCA MORRISON MEDICAID DRUG REBATE PROGRAM ATLANTA, GA 30384-8194	GEORGIA DEPT OF COMMUNITY HEALTH ATTN: REBECCA MORRISON PHONE: 404-657-7239 EMAIL: REBECCA.MORRISON@DCH.GA.GOV	PAYER REBATES				\$1,414,770
20	SYNEOS HEALTH fka INVENTIV HEALTH HAIYAN WANG, DIRECTOR BUSINESS DEVELOPMENT, EARLY PHASE 1030 SYNC ST MORRISVILLE, NC 27560	SYNEOS HEALTH fka INVENTIV HEALTH ATTN: HAIYAN WANG, DIRECTOR BUSINESS DEVELOPMENT, EARLY PHASE PHONE: 514-485-7579 FAX: 919-876-9360	TRADE DEBT				\$1,073,469
21	RHODES TECHNOLOGIES INC EDWARD MAHONY 201 TRESSER BOULEVARD STAMFORD, CT 06901	RHODES TECHNOLOGIES INC ATTN: EDWARD MAHONY PHONE: 203-588-7088 EMAIL: EDWARD.MAHONY@TXPSVCS.COM	SERVICES FEES				\$1,034,752
22	OHIO CLINICAL TRIALS INC GLEN APSELOFF 1380 EDGEHILL RD COLUMBUS, OH 43212	OHIO CLINICAL TRIALS INC ATTN: GLEN APSELOFF PHONE: 614-754-1570 EMAIL: GLEN@OHIOCLINICALTRIALS.COM	TRADE DEBT				\$600,000
23	PPD DEVELOPMENT LP STEPHEN SCALDAFERRI 26361 NETWORK PL CHICAGO, IL 60673	PPD DEVELOPMENT LP ATTN: STEPHEN SCALDAFERRI PHONE: 910-465-7800 EMAIL: STEPHEN.SCALDAFERRI@PPDI.COM	TRADE DEBT				\$522,334
24	OKLAHOMA HEALTH CARE AUTHORITY STACEY HALE PO BOX 18968 OKLAHOMA CITY, OK 73154-0299	OKLAHOMA HEALTH CARE AUTHORITY ATTN: STACEY HALE PHONE: 405-522-7453 EMAIL: STACEY.HALE@OKHCA.ORG	PAYER REBATES				\$400,586
25	PHARMACEUTICAL RESEARCH ASSOC INC JOSEPH DAWN 4130 PARKLAKE AVE STE 400 RALEIGH, NC 27612	PHARMACEUTICAL RESEARCH ASSOC INC ATTN: JOSEPH DAWN PHONE: 434-951-3208 EMAIL: JOSEPHDAWN@PRAHS.COM	TRADE DEBT				\$373,122
26	WAVELENGTH ENTERPRISES INC RAYMOND ALSKO 1700 RTE 23 N STE 130 FIRST FL WAYNE, NJ 07470	WAVELENGTH ENTERPRISES INC ATTN: RAYMOND ALSKO PHONE: 973-832-9260 EMAIL: RAYMOND.ALSKO@WAVELENGTHPHARMA.COM	TRADE DEBT				\$361,909
27	CONTRACT PHARMACAL CORP ANTHONY GARGANO 135 ADAMS AVE HAUPPAUGE, NY 11788-3633	CONTRACT PHARMACAL CORP ATTN: ANTHONY GARGANO PHONE: 631-231-4610 EMAIL: ANTHONY.GARGANO@CPC.COM	TRADE DEBT				\$327,422
28	PL DEVELOPMENT LLC J SINGLETERRY 609-2 CANTIAGUE ROCK RD WESTBURY, NY 11590	PL DEVELOPMENT LLC ATTN: J SINGLETERRY PHONE: 516-986-1700 EMAIL: JSINGLETERRY@PLDEVELOPMENTS.COM	TRADE DEBT				\$271,195

Debtor Purdue Transdermal Technologies L.P.
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					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
29	HEALTHCORE INC KELSEY GANGEMI 123 JUSTISON ST STE 200 WILMINGTON, DE 19801	HEALTHCORE INC ATTN: KELSEY GANGEMI PHONE: 302-230-2000 EMAIL: KGANGEMI@HEALTHCORE.COM	TRADE DEBT				\$269,621
30	COGNIZANT TECH SOLUTIONS US CORP SURANJAN KAYAL 24721 NETWORK PL CHICAGO, IL 60673	COGNIZANT TECH SOLUTIONS US CORP ATTN: SURANJAN KAYAL PHONE: 201-744-3444 EMAIL: SURANJAN.KAYAL@COGNIZANT.COM	TRADE DEBT				\$262,216
31	WALRUS LLC PAULA BUCHMA 18 E 17TH ST 4TH FL NEW YORK, NY 10003	WALRUS LLC ATTN: PAULA BUCHMA PHONE: 646.731.1701 EMAIL: PAULA@WALRUSNYC.COM	TRADE DEBT				\$236,471
32	DENVER HEALTH & HOSPITAL AUTH SCOTT HOYE, GENERAL COUNSEL 777 BANNOCK STREET DENVER, CO 80204	DENVER HEALTH & HOSPITAL AUTH ATTN: SCOTT HOYE, GENERAL COUNSEL PHONE: 303-436-6000 FAX: 303-602-4934	TRADE DEBT				\$235,742
33	S EMERSON GROUP INC MATT POLI 407 EAST LANCASTER AVE WAYNE, PA 19087	S EMERSON GROUP INC ATTN: MATT POLI PHONE: 610-971-9600 EMAIL: MATT.POLI@EMERSONGROUP.COM	TRADE DEBT				\$234,029
34	INTEGRATED BEHAVIORAL HEALTH INC MARY SWEET 3070 BRISTOL ST STE 350 COSTA MESA, CA 92626	INTEGRATED BEHAVIORAL HEALTH INC ATTN: MARY SWEET PHONE: 617-765-3144 EMAIL: MSWEET@INFLEXION.COM	TRADE DEBT				\$228,793
35	CHALLENGE PRINTING COMPANY S. YOUNG PO BOX 27775 NEWARK, NJ 07101-7775	CHALLENGE PRINTING COMPANY ATTN: S. YOUNG PHONE: 973-471-4700 EMAIL: SYOUNG@CHALLENGEPRINTINGCO.COM	TRADE DEBT				\$210,841
36	SPECGX LLC GENERAL COUNSEL 385 MARSHALL AVE SAINT LOUIS, MO 63119-1831	SPECGX LLC ATTN: GENERAL COUNSEL PHONE: 314-654-2000 FAX: 800-323-5039	TRADE DEBT				\$189,371
37	GCI HEALTH MARGARET SHUBNY PO BOX 101890 ATLANTA, GA 30392	GCI HEALTH ATTN: MARGARET SHUBNY PHONE: 312.596.2648 EMAIL: MARGARET.SHUBNY@GCIHEALTH.COM	TRADE DEBT				\$161,049
38	TRIALCARD INC LINDSEY DOBBINS 2250 PERIMETER PARK DR STE 300 MORRISVILLE, NC 27560	TRIALCARD INC ATTN: LINDSEY DOBBINS PHONE: 919-415-5494 EMAIL: LINDSEY.DOBBS@TRIALCARD.COM	TRADE DEBT				\$151,286
39	PURPLE STRATEGIES LLC SARAH SIMMONS 815 SLATERS LN ALEXANDRIA, VA 22314	PURPLE STRATEGIES LLC ATTN: SARAH SIMMONS PHONE: 703-548-7877 EMAIL: SARAH.SIMMONS@PURPLESTRATEGIES.COM	TRADE DEBT				\$150,000

Debtor **Purdue Transdermal Technologies L.P.**
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40	APC WORKFORCE SOLUTIONS LLC CHERISH CHONG PO BOX 534305 ATLANTA, GA 30353	APC WORKFORCE SOLUTIONS LLC ATTN: CHERISH CHONG PHONE: 305.490.6535 EMAIL: CCHONG@WORKFORCELOGIQ.COM	TRADE DEBT				\$148,537
41	DEZENHALL RESOURCES MAYA SHACKLEY 1130 CONNECTICUT AVENUE NW WASHINGTON, DC 20036-3904	DEZENHALL RESOURCES ATTN: MAYA SHACKLEY PHONE: 202-534-3170 EMAIL: MSHACKLEY@DEZENHALL.COM	TRADE DEBT				\$142,835
42	ASHLAND SPECIALTY INGREDIENTS GP BR KINSEY 8145 BLAZER DR WILMINGTON, DE 19808	ASHLAND SPECIALTY INGREDIENTS GP ATTN: BR KINSEY PHONE: 302-594-5000 EMAIL: BRKINSEY@ASHLAND.COM	TRADE DEBT				\$140,487
43	SCIECURE PHARMA INC PURL 11 DEER PARK DR STE 120 MONMOUTH JUNCTION, NJ 08852	SCIECURE PHARMA INC ATTN: PURL PHONE: 908-723-1209 EMAIL: NOLAN.WANG@SCIECUREPHARMA.COM	TRADE DEBT				\$139,364
44	FRONTAGE LABORATORIES INC KEVIN LI DONGMEI WANG, SVP/GM, CMC SERVICES 700 PENNSYLVANIA DR EXTON, PA 19341-1129	FRONTAGE LABORATORIES INC ATTN: KEVIN LI DONGMEI WANG, SVP/GM, CMC SERVICES PHONE: 484-362-0395 EMAIL: KLI@FRONTAGELAB.COM	TRADE DEBT				\$122,902
45	COBBS CREEK HEALTHCARE LLC JUN HUANGPU 200 MORGAN AVE HAVERTOWN, PA 19083	COBBS CREEK HEALTHCARE LLC ATTN: JUN HUANGPU PHONE: 610-513-8740 EMAIL: JHUANGPU@COBBSCREEKHEALTHCARE.COM	TRADE DEBT				\$116,256
46	BIOECLIPSE LLC PO BOX 512323 PHILADELPHIA, PA 19175	BIOECLIPSE LLC EMAIL: MWEBSTER@THEACCESSGP.COM	TRADE DEBT				\$113,381
47	GLATT AIR TECHNIQUES INC STEPHEN RADOVANOVICH 20 SPEAR RD RAMSEY, NJ 07446-1221	GLATT AIR TECHNIQUES INC ATTN: STEPHEN RADOVANOVICH PHONE: 201-825-6337 EMAIL: STEPHEN.RADOVANOVICH@GLATT.COM	TRADE DEBT				\$109,135
48	PACKAGING COORDINATORS INC JIM HANEY 4545 ASSEMBLY DR ROCKFORD, IL 61109	PACKAGING COORDINATORS INC ATTN: JIM HANEY PHONE: 815-484-8900 EMAIL: JIM.HANEY@PCISERVICES.COM	TRADE DEBT				\$108,815
49	ALTERGON ITALIA SRL VINCENZO MANNA ZONA INDUSTRIALE ASI MORRA DE SANCTIS, AV 83040 ITALY	ALTERGON ITALIA SRL ATTN: VINCENZO MANNA EMAIL: V.MANNA@ALTERGON.IT	TRADE DEBT				\$107,512
50	THATCHER COMPANY PATRICK SCHWARTZ 1905 FORTUNE RD SALT LAKE CITY, UT 84127	THATCHER COMPANY ATTN: PATRICK SCHWARTZ PHONE: 801-972-4606 EMAIL: PATIRCK.SCHWARTZ@TCHEM.COM	TRADE DEBT				\$103,393

Fill in this information to identify the case:

Debtor name **Purdue Transdermal Technologies L.P.**

United States Bankruptcy Court for the: **SOUTHERN DISTRICT OF NEW YORK**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ *Amended Schedule*
- ☒ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☒ Other document that requires a declaration **Corporate Ownership Statement**

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **September 15, 2019**

X


Signature of individual signing on behalf of debtor

Jon Lowne
Printed name

Authorized Person
Position or relationship to debtor